

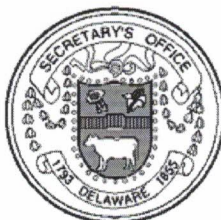
Exhibit 1

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF DISSOLUTION OF "LIQUID FINANCIAL USA
INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF MAY,
A.D. 2022, AT 12:58 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6717246 8100
SR# 20222266874

Authentication: 203547720
Date: 05-28-22

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:58 PM 05/24/2022
FILED 12:58 PM 05/24/2022
SR 20222266874 - File Number 6717246

CERTIFICATE OF DISSOLUTION**OF****Liquid Financial USA Inc.**

Liquid Financial USA Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware **DOES HEREBY CERTIFY AS FOLLOWS:**

1. The dissolution of said **Liquid Financial USA Inc.** (the "Corporation") has been duly authorized by consent of all of the owners of the Corporation in accordance with subsection (c) of Section 275 of the General Corporation Law of the State of Delaware and also authorized by a resolution of the Board of Directors.

2. The dissolution was authorized on March 15, 2022.

3. The date of filing of the Corporation's original Certificate of Incorporation in Delaware was January 19, 2018.

4. The following is a list of the name, title and address of the directors and officers of the Corporation:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Barry Schiffman	Director	4290 Bells Ferry Rd STE 134-577 Kennesaw, GA 30144
Grady Kittrell	Director	4290 Bells Ferry Rd STE 134-577 Kennesaw, GA
Kariya Kayamori	Director	4290 Bells Ferry Rd STE 134-577 Kennesaw, GA 30144
Jonathan Pfohl	Officer, CFO	4290 Bells Ferry Rd STE 134-577 Kennesaw, GA 30144

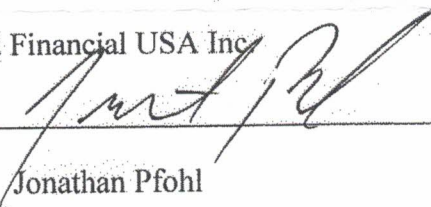
5. This dissolution shall become effective upon filing with the Delaware Secretary of State.

[Signature Page Follows]

IN WITNESS WHEREOF, **Jonathan Pfohl** has caused this Certificate of Dissolution to be signed by a duly authorized officer of the Corporation on this 24 day of May, 2022.

Liquid Financial USA Inc.

By: _____


Jonathan Pfohl

Its: Chief Financial Officer